

Sample

Letterhead of City Solicitor/Corporation Counsel/Town Counsel

Date

Health Care Security Trust Board
One Ashburton Place – 9th floor
Boston, MA 02108

Attention: Chair

Re: [Insert Name of City/Town/Department/Authority]

Dear Sir or Madam:

We/I serve as counsel to the [City/Town/Department/Authority] validly existing under G.L. c. ____ (the “Municipality”). By vote duly taken of its [City Council, Town Meeting, Board] (the “Governing Body”), the [City/Town/Department/Authority] accepted the provisions of G.L. c.32B, § 20 on [insert date] thereby creating an Other Post-Employment Benefits Liability Trust Fund (the “OPEB Trust Fund”). By vote of the Governing Body duly taken on [insert date], (a) the [board of trustees of Health Care Security Trust (“HCST”)] the [insert title of designee] was designated to serve as custodian of the OPEB Trust Fund; (b) The [insert officer] of the [City/Town/Department/Authority] was authorized to execute and deliver a Custodian and Investment Agreement with HCST; and (c) the sum of \$_____ was appropriated as the initial investment into the OPEB Trust Fund.

I have reviewed the form of Custodian and Investment Agreement between HCST and the [City/Town/Department/Authority] dated as of _____, 2012 (the “Agreement”). Based on my review of the aforesaid votes and the applicable law, it is my opinion that the [City/Town/Department/Authority] has been duly authorized to execute and deliver the Agreement to HCST by and through its [officer]; that the Agreement is a valid and binding obligation of the [City/Town/Department/Authority], enforceable against the [City/Town/Department/Authority] in accordance with its terms; and that the terms of the Agreement do not violate any obligation or covenant by which the [City/Town/Department/Authority] is bound by contract, operation of law or otherwise. The foregoing opinion is for the sole benefit of HCST and can only be relied upon by HCST.

Sincerely,

City Solicitor/Corporation Counsel/Town Counsel